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Sheung Moon Holdings Limited

常滿控股有限公司

(incorporated in the Cayman Islands with limited liability)

(Stock Code: 8523)

PROPOSED AMENDMENTS TO THE ARTICLES OF ASSOCIATION OF THE COMPANY AND ADOPTION OF THE NEW ARTICLES OF ASSOCIATION OF THE COMPANY

The board (the “**Board**”) of directors (the “**Directors**”) of Sheung Moon Holdings Limited (the “**Company**”) proposes to amend and restate the articles of association of the Company (the “**Articles**”). Pursuant to the Consultation Conclusions on Listing Regime for Overseas Issuers published by The Stock Exchange of Hong Kong Limited (the “**Stock Exchange**”) in November 2021, the Rules Governing the Listing of Securities on GEM of the Stock Exchange (the “**GEM Listing Rules**”) have been amended with effect from 1 January 2022 which requires, among others, listed issuers to adopt a uniform set of 14 “Core Standards” for shareholder protections for issuers. As such, the Board proposes to amend and restate the Articles for the purposes of, among others, (i) bringing the Articles in line with the amendments made to the GEM Listing Rules and applicable laws of the Cayman Islands; and (ii) making certain minor housekeeping amendments to the Articles for the purpose of clarifying existing practice and making consequential amendments in line with the amendments to the Articles (collectively, the “**Amendments**”). Details of the proposed Amendments will be set out in the circular to be despatched to the shareholders of the Company (the “**Shareholders**”) in due course.

The new set of amended and restated Articles (the “**New Articles**”) are prepared in English with no official Chinese version and the Chinese translation is for reference only. In the event of any inconsistency, the English version shall prevail.

At the forthcoming annual general meeting of the Company (the “AGM”), a special resolution will be proposed for the Shareholders to consider and, if thought fit, approve the proposed adoption of the New Articles incorporating the Amendments.

A circular containing, among other things, detailed information of the proposed Amendments as well as the adoption of the New Articles and a notice of the AGM will be despatched to the Shareholders in due course.

By order of the Board
Sheung Moon Holdings Limited
Tang Sze Wo
Executive Director and Chairman

Hong Kong, 15 August 2022

As at the date of this announcement, the Board comprises three executive Directors, namely, Mr. Tang Sze Wo, Mr. Lai Yung Sang and Mr. Tang Siu Tim and three independent non-executive Directors, namely, Dr. Wong Kwok Yiu Chris, Mr. Wong Choi Chak and Mr. Leung Kim Hong.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the Rules Governing the Listing of Securities on GEM of The Stock Exchange of Hong Kong Limited for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the “Latest Listed Company Announcements” page of the Stock Exchange’s website at www.hkexnews.hk for at least 7 days from the day of its posting. This announcement will also be published on the Company’s website at www.smcl.com.hk.